



# St. Louis Southwestern Railway Company

Southern Pacific Building • One Market Plaza • San Francisco, California 94105

April 1, 1988

RECORDATION NO. 6941-N

FILED 1425

APR 27 1988 - 1 25 PM

Date 4/27/88

Fee \$13.00

ICC Washington, D. C.

VIA HAND DELIVERY

INTERSTATE COMMERCE COMMISSION

Ms. Noreta R. McGee  
Secretary  
Interstate Commerce Commission  
Twelfth Street & Constitution Avenue  
Washington, D.C. 20423

RE: I.C.C. Finance Docket No. 27289 --  
St. Louis Southwestern Railway Company  
Equipment Trust Agreement, Series A

Dear Ms. McGee:

There are enclosed for recording, pursuant to the provisions of Title 49, United States Code, Section 11303, the original and four (4) fully executed counterparts of Declaration of Full Payment, dated as of April 1, 1988, to Equipment Trust Agreement dated as of February 1, 1973, creating St. Louis Southwestern Railway Company Equipment Trust, Series A, together with voucher in payment of the recording fee.

The following documents have been recorded with the Commission under Section 11303 in this matter:

Equipment Trust Agreement dated as of February 1, 1973, recorded on February 23, 1973, at 3:25 PM, assigned Recordation No. 6941;

Supplement to Equipment Trust Agreement dated as of June 1, 1973, recorded on June 25, 1973, at 4:15 PM, assigned Recordation No. 6941-A;

Second Supplement to Equipment Trust Agreement dated as of December 7, 1979, recorded on December 14, 1979, at 4:10 PM, assigned Recordation No. 6941-B;

Third Supplement to Equipment Trust Agreement dated as of June 2, 1980, recorded on August 22, 1980, at 2:40 PM, assigned Recordation No. 6941-C;

a Southern Pacific subsidiary

*Carroll Collection Antiques*

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Fourth Supplement to Equipment Trust Agreement  
dated as of August 1, 1982, recorded on August 11,  
1982, at 10:50 AM, assigned Recordation No. 6941-D;

Fifth Supplement to Equipment Trust Agreement  
dated as of October 10, 1983, recorded on  
October 24, 1983, at 3:15 PM, assigned  
Recordation No. 6941-E;

Sixth Supplement to Equipment Trust Agreement  
dated as of June 1, 1984, recorded on June 19,  
1984, at 3:10 PM, assigned Recordation No.  
6941-F;

Seventh Supplement to Equipment Trust Agreement  
dated as of July 22, 1985, recorded on  
September 4, 1985, at 11:05 AM, assigned  
Recordation No. 6941-G;

Eighth Supplement to Equipment Trust Agreement  
dated as of May 30, 1986, recorded on June 24,  
1986, at 10:15 AM, assigned Recordation No. 6941-H;

Assignment and Transfer of Certain Road Equipment  
dated as of May 30, 1986, recorded on June 24,  
1986, at 10:15 AM, assigned Recordation No. 6941-I;

Ninth Supplement to Equipment Trust Agreement  
dated as of June 1, 1987, recorded on July 21,  
1987, at 1:25 PM, assigned Recordation No. 6941-J;

Assignment and Transfer of Certain Road Equipment  
dated as of June 1, 1987, recorded on July 21,  
1987, at 1:25 PM, assigned Recordation No. 6941-K;

Tenth Supplement to Equipment Trust Agreement  
dated as of July 15, 1987, recorded on August 18,  
1987, at 3:40 PM, assigned Recordation No. 6941-L;  
and

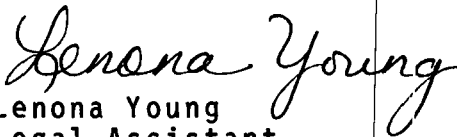
Assignment and Transfer of Certain Road Equipment  
dated as of July 15, 1987, recorded on August 18,  
1987, at 3:40 PM, assigned Recordation No. 6941-M.

When the recording of the Declaration of Full Payment  
has been completed, will you kindly endorse, with the  
pertinent recording information, all executed counterparts

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thereof which are presented to you and and return four (4)  
of the same to the undersigned.

Very truly yours,

  
Lenona Young  
Legal Assistant

Enclosures

cc: Mr. E. L. Johnson  
(Attn: Mr. C. D. Tyler)

REGISTRATION NO. 6941-N FROM 1973

APR 27 1988 1:25 PM

INTERSTATE COMMERCE COMMISSION

ST. LOUIS SOUTHWESTERN RAILWAY COMPANY  
EQUIPMENT TRUST  
SERIES A

EQUIPMENT TRUST AGREEMENT  
Dated as of February 1, 1973

\_\_\_\_\_  
DECLARATION OF FULL PAYMENT  
\_\_\_\_\_

ST. LOUIS SOUTHWESTERN RAILWAY COMPANY  
EQUIPMENT TRUST, SERIES A

Equipment Trust Agreement Dated as of February 1, 1973

DECLARATION OF FULL PAYMENT

First Pennsylvania Bank, N.A. (formerly known as The First Pennsylvania Banking and Trust Company, herein called the "Trustee"), Trustee under that certain Equipment Trust Agreement dated as of February 1, 1973, as supplemented, between the Trustee and St. Louis Southwestern Railway Company, pursuant to which was created and constituted "St. Louis Southwestern Railway Company Equipment Trust, Series A," does hereby acknowledge and declare that the purchase money for the equipment subject to said Equipment Trust Agreement has been paid in full; that all of the terms and conditions of the said Equipment Trust Agreement, as supplemented, have been performed; that St. Louis Southwestern Railway Company has made all payments and met all charges required by the said Equipment Trust Agreement, as supplemented; that all of the interests in St. Louis Southwestern Railway Company Equipment Trust, Series A, and the dividends thereon, have been satisfied, paid and discharged; and the said Equipment Trust Agreement, as supplemented, and the lease by Trustee to St. Louis Southwestern Railway Company of the railroad equipment described therein, have terminated, and the Trustee is now obligated by the said Equipment Trust Agreement to assign and transfer the said

railroad equipment to St. Louis Southwestern Railway Company as the absolute property of St. Louis Southwestern Railway Company.

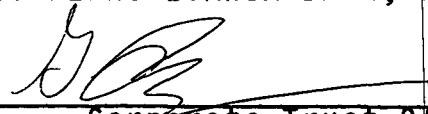
AND it does hereby consent that the record of its title to all the equipment covered by the said Equipment Trust Agreement, as supplemented, be cancelled and discharged, and that this declaration may be filed or recorded or noted on the margin of the record of the said Equipment Trust Agreement wherever the same may have been filed or recorded.

AND it does hereby constitute and appoint GEORGE J. RAYZIS to be its attorney for it, and in its name and as and for its corporate act and deed, to acknowledge this instrument, before any person having authority by the laws of the Commonwealth of Pennsylvania or elsewhere to take such acknowledgement, to the intent that the same may be duly recorded.

IN WITNESS WHEREOF, First Pennsylvania Bank, N.A., Trustee as aforesaid, acting in accordance with the terms and conditions of the Equipment Trust Agreement, as supplemented, has caused this Declaration to be signed in its name and its corporate seal to be hereunto affixed, duly attested, as of the 1st day of April, 1988.

FIRST PENNSYLVANIA BANK, N.A., Trustee

By



Corporate Trust Officer

ATTEST:

  
Assistant Secretary

UNITED STATES OF AMERICA )  
 )  
COMMONWEALTH OF PENNSYLVANIA ) ss.  
 )  
CITY AND COUNTY OF PHILADELPHIA )

On this 1st day of April, 1988, before me personally appeared GEORGE J. RAYZIS, to me personally known, who, being by me duly sworn, says that he is Corporate Trust Officer of FIRST PENNSYLVANIA BANK, N.A.; that the seal affixed to the foregoing instrument is the corporate seal of said corporation; that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Lynne H. McCorry  
Notary Public

**LYNNE N. MCCORRY**  
Notary Public, Phila., Phila. Co.  
My Commission Expires July 2, 1990